

June 8, 2012

BY ELECTRONIC COMMENT FILING SYSTEM

Ms. Marlene H. Dortch Secretary Federal Communications Commission 445 12th Street, SW Washington, D.C. 20554

Re: Ex Parte Communication – In the Matter of Application of Cellco Partnership d/b/a Verizon Wireless and SpectrumCo LLC For Consent To Assign Licenses; Application of Cellco Partnership d/b/a Verizon Wireless and Cox TMI Wireless, LLC For Consent To Assign Licenses, WT Docket No. 12-4; In the Matter of Promoting Interoperability in the 700 MHz Commercial Spectrum; Interoperability of Mobile User Equipment Across Paired Commercial Spectrum Blocks in the 700 MHz Band, WT Docket No. 12-69

Dear Ms. Dortch:

On June 6, 2012, William Kreisher, Senior Vice President, Corporate Development of Atlantic Tele-Network ("ATN"), Brian Taylor, Chief Operating Officer of Allied Wireless Communications Corporation (d/b/a Alltel)¹ and I met with the following individuals during three separate meetings to discuss the above-referenced transactions. The first meeting was with Angela Giancarlo, Chief of Staff and Senior Legal Advisor to Commissioner McDowell; the second meeting was held with Paul Murray, Acting Legal Advisor for Wireless Issues for Commissioner Rosenworcel; and the third and final meeting was with the following Commission Staff: Joel Rabinovitz, Aleks Yankelevich, Joel Taubenblatt, Susan Singer, Jim Bird, Tom Peters, Octavian Carare, Peter Trachtenberg, Virginia Metallo, and Jim Schlichting.

During the meetings, ATN discussed the attached written presentation.² ATN highlighted concerns regarding spectrum consolidation, and the risk that critical spectrum needed by smaller rural carriers will be transferred to, and left unused by, larger carriers, who do not have an immediate need for such spectrum outside of urban areas. ATN emphasized that while it does not oppose Verizon's proposed acquisition of spectrum from either SpectrumCo/Cox or Leap Wireless in order to improve service in urban areas, it does believe that the Commission should condition any approval of the Verizon/SpectrumCo/ Cox transactions upon the conditions set forth in the RCA-The Competitive Carriers Association ("RCA") Petition to Condition or Otherwise Deny Transactions (ATN is a member of RCA). ATN explained that its subsidiaries, and AWCC in particular, are generally small, rural and mid-tier carriers, have substantially less spectrum than the

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¹ Allied Wireless Communications Corporation ("AWCC") is a wholly-owned subsidiary of ATN.

² The attached powerpoint presentation contains minor revisions on page 8 to the presentation handed out during the meetings. The attached powerpoint presentation also does not include a slide that was unintentionally included within the presentation which contained third-party proprietary confidential information not to be shared with third-parties. The minor revisions and the removal of this slide do not change the substance of the presentation.



larger carriers, and are at a competitive disadvantage in terms of their ability to evolve existing 3G service to 4G without immediate access to usable spectrum. Spectrum consolidation in the hands of entities without an immediate need will negatively impact competition and consumers in rural markets – as entities such as AWCC, with additional spectrum, will be able to create a pathway to 4G and provide competitive alternatives to consumers. ATN stressed that spectrum consolidation is just as important as consolidation of competitive mobile networks, and should be carefully scrutinized. In this situation, ATN believes that spectrum divestiture – and in particular, advanced wireless services spectrum that can immediately be used to deploy LTE services in rural areas – is an effective and appropriate remedy for certain markets, and will further satisfy the immediate spectrum needs of rural carriers that are currently not being met by secondary markets or by the uncertain timing of future auctions.

Lastly, ATN expressed its support for 700 MHz interoperability, consistent with RCA's comments in that proceeding.

Any questions regarding this notice should be directed to the undersigned.

/s/ Douglas Minster

Sincerely,

Douglas Minster Vice President, Government & Regulatory Affairs Atlantic Tele-Network, Inc.

cc (via email): Angela Giancarlo

Paul Murray

Joel Rabinovitz
Aleks Yankelevich
Joel Taubenblatt
Susan Singer
Jim Bird
Tom Peters
Octavian Carare
Peter Trachtenberg
Virginia Metallo
Jim Schlichting

Enclosure